

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

ZINO DAVIDOFF SA,

Plaintiff,

v.

06 Civ. 15332 (KMK)

CVS CORPORATION,

Defendant.

CORRECTED DECLARATION OF KEVIN PEVERILL

I, Kevin Peverill, hereby declare as follows:

1. I am a private investigator employed as the Managing Director of Grants International Information & Security Services Ltd, 1 Minton Place, Victoria Road, Bicester, Oxon OX26 6QB, The United Kingdom. My work as a private investigator includes purchasing products that are suspected of infringing legitimate manufacturers' trademarks, trade dress and copyrights.

2. I participated in the inspection of DAVIDOFF COOL WATER Products at the following CVS Corporation warehouse locations on the following dates:

- a. Indianapolis, Indiana, January 5, 2007;
- b. Knoxville/Loudon, Tennessee, January 8, 2007;
- c. Conroe, Texas, January 15, 2007;
- d. Ennis, Texas, January 16, 2007; and
- e. La Habra, California, January 17, 2007.

3. I have been trained to authenticate DAVIDOFF COOL WATER Products and am

familiar with the characteristics that differentiate genuine products authorized for sale in the United States from counterfeit products and decoded gray market products.

4. The Exhibit A, entitled SUMMARY OF INVENTORY REVIEW, attached to my original Declaration, dated February 2, 2007, contained two inadvertent mistakes. Specifically, the document stated that the decoded gray market DAVIDOFF COOL WATER Products I found during my investigation at the Indianapolis, Indiana and Knoxville/Loudon, Tennessee CVS Corporation warehouses had been physically segregated. In fact, these products had not at that time been physically segregated. I had, however, physically marked all the boxes that contained the decoded gray marked DAVIDOFF COOL WATER Products. I am attaching hereto a Corrected Exhibit A, entitled SUMMARY OF INVENTORY REVIEW, which corrects these mistakes and accurately summarizes the results of my inspection of products at the above locations.

5. As is set forth on the attached SUMMARY OF INVENTORY REVIEW, the boxes in which I found decoded gray market DAVIDOFF COOL WATER Products at the Indianapolis, Indiana warehouse are: IN 1 – IN 74, IN 86, IN 87, IN 89 – IN 95 – IN 100, IN 101 and IN 116 – IN 205.

6. As is set forth on the attached SUMMARY OF INVENTORY REVIEW, the boxes in which I found decoded gray market DAVIDOFF COOL WATER Products at the Knoxville/Loudon, Tennessee warehouse are: KN 28 – KN 60 and KN 61 – KN 120.

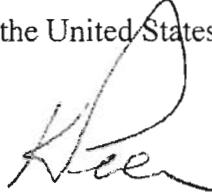
7. I am attaching hereto as Exhibit B true and correct copies of photographs I took of the packaging of decoded gray market products found at CVS Corporation's warehouses, which show examples of how the unique production codes were removed from the DAVIDOFF COOL

WATER Products and the damage to the packaging this causes.

8. I found a total of 16 counterfeit units and 10,254 decoded gray market units, as described more fully in the SUMMARY OF INVENTORY REVIEW.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Date: February 9, 2007



Kevin Peverill

CORRECTED EXHIBIT A

ZINO DAVIDOFF SA V. CVS CORPORATION

SUMMARY

TOTAL NUMBER OF COUNTERFEIT UNITS AT ALL LOCATIONS: 402

TOTAL NUMBER OF DECODED GRAY MARKET UNITS AT ALL LOCATIONS: 14,325

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Conroe
 Address: 100 South Trade Center Parkway
 Conroe, TX 77385

Name of Inspector: Kevin Peverill
 Date: 15th January 2007

TOTAL NUMBER OF UNITS INSPECTED:

1,536

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man EDT 40ml			65	CN3, CN52	Yes
Cool Water Man EDT 75ml			337	CN6-CN13	Yes
TOTAL:			402		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: La Habra
 Address: 777 South Harbor Boulevard
 La Habra, CA 90631

Name of Inspector: Kevin Peverill
 Date: 17th January 2006

TOTAL NUMBER OF UNITS INSPECTED:

2,711

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man EDT 40ml			245	LH7, LH8, LH10, LH11, LH16	Yes
Cool Water Woman EDT 50ml			162	LH1-LH6, LH61	Yes
Cool Water Man EDT 75ml			847	LH26-LH33, LH35-LH37, LH39-LH41, LH58-LH60	Yes
TOTAL:			<u>1254</u>		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Woonsocket, RI
 Address: 400 Founders Dr Woonsocket, RI 02895

Name of Inspector: Donald Andersen
 Date: January 17th, 2007

TOTAL NUMBER OF UNITS INSPECTED:

1,906

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man EDT 1.35oz			75	45,46	Yes
Cool Water Woman EDT 1.7oz			162	47-54	Yes
Cool Water Man EDT 2.5oz	364	26-36	187	2,3,4,7,9,10,12,13,14,15,17,55,56	Yes
TOTAL:	364		424		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Lumberton, NJ
 Address: 1 Berry Dr Lumberton, NJ 08048

Name of Inspector: Donald Andersen
 Date: January 18th, 2007

TOTAL NUMBER OF UNITS INSPECTED:

1332

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Woman EDT 1.7oz			201	39-45	Yes
Cool Water Man EDT 1.35oz			48	23	Yes
Cool Water Man EDT 2.5oz	11	4	595	4,16,17,18,24-36	Yes
TOTAL:	11		844		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Indianapolis
 Address: 7590 Empire Drive
 Indianapolis, IN 46219

Name of Inspector: Kevin Peverill
 Date: 5th January 2007

TOTAL NUMBER OF UNITS INSPECTED:

5,783

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man EDT 40ml			240	IN86, IN87, IN95-IN100	No
Cool Water Woman EDT 50ml			1,752	IN1-IN74, IN89-IN94	No
Cool Water Man EDT 75ml			3,008	IN101, IN116-IN205	No
TOTAL:			5000		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Knoxville
 Address: 3400 Huntington Park
 Loudon, TN 37774

Name of Inspector: Kevin Peverill
 Date: 8th January 2007

TOTAL NUMBER OF UNITS INSPECTED:

3,799

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man EDT 40ml			391	KN53-KN60	No
Cool Water Woman EDT 50ml			614	KN28-KN52	No
Cool Water Man EDT 75ml			1,723	KN61-KN120	No
TOTAL:			<u>2728</u>		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Vero Beach
 CVS DC
 2572 98th Avenue
 Vero Beach, FL 32966

Name of Inspector: Donald R. Andersen
 Date: 5th January 2007

TOTAL NUMBER OF UNITS INSPECTED:

1539

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man 1.35oz EDT			147		Yes
Cool Water Woman 1.7oz EDT			62		Yes
Cool Water Man EDT 2.5oz EDT			711		Yes
TOTAL:			920		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Orlando
 8201 Chancellor Drive
 Orlando, FL 02895

Name of Inspector: Donald R. Andersen
 Date: 5th January 2007

TOTAL NUMBER OF UNITS INSPECTED:

4,004

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man 1.35oz EDT			210		Yes
Cool Water Woman 1.7oz EDT			284		Yes
Cool Water Man 2.5oz EDT	11		1,389		Yes
TOTAL:	<u>11</u>		<u>1883</u>		

ZINO DAVIDOFF SA V. CVS CORPORATION
SUMMARY OF INVENTORY REVIEW

CVS Facility: Ennis
 Address: 700 CVS Drive
 Ennis, TX 75119

Name of Inspector: Kevin Peverill
 Date: 16th January 2007

TOTAL NUMBER OF UNITS INSPECTED:

1965

DESCRIPTION OF PRODUCT	TOTAL NO. OF COUNTERFEIT UNITS	BOX NOS.	TOTAL NO. OF DECODED GRAY MARKET UNITS	BOX NOS.	WAS PRODUCT SEGREGATED?
Cool Water Man EDT 40ml			259	EN8-EN10, EN18-EN20	Yes
Cool Water Woman EDT 50ml			164	EN11-EN14, EN15-EN17	Yes
Cool Water Man EDT 75ml	16	EN42	447	EN1, EN24, EN25, EN30, EN31, EN33, EN34, EN40, EN41	Yes
TOTAL:	<u>16</u>		<u>870</u>		